

RULES OF THE VICTORIAN LASER ASSOCIATION INC.

NAME

1. The Name of the association shall be the Victorian Laser Association Incorporated (hereafter called The Association).

AIMS AND OBJECTIVES

2. The Aims and Objectives of The Association are:-
 - (a) To regulate and administer the Laser Class (the Class) in accordance with the International Laser Class Association Constitution of the Class in the State of Victoria (the District).
 - (b) To ensure compliance with the Class rules of the International Laser Class Association.
 - (c) To encourage the growth, racing and popularity of the Class in the District.
 - (d) To co-operate with all registered Yachting Associations.
 - (e) To provide a medium of exchange of information about the Class amongst Laser sailors.
 - (f) To co-ordinate the activities of the District with other Australian and International Districts.
 - (g) To organise at least once every calendar year the District Laser Championships.
 - (h) To promote and develop Laser class racing throughout the District.

INTERPRETATION

3.
 - (1) In these rules, unless the contrary intention appears:-
 - "Committee" means the Committee of Management of the Association.
 - "Financial Year" means the year ending 30th September.
 - "General Meeting" means a general meeting of members convened in accordance with these rules.
 - "Member" means a member of The Association that owes no money to The Association.
 - "Ordinary Member of the Committee" means a member of the committee who is not an Officer of the Association.
 - "The Act" means the Association Incorporation Act 1981.
 - "The Regulations" means Regulations under the Act.
 - (2) Words or expressions contained in these rules shall be interpreted in accordance of the ACTS INTERPRETATION ACT 1958 and the Act as in force from time to time.

MEMBERSHIP

4.
 - (1) Any person may become a member of The Association, provided that he or she has not been disqualified from membership.
 - (2) Any person who applies for membership of The Association, by making that application, unconditionally undertakes and agrees to be bound by and comply with the Rules of The Association upon being accepted to membership.

5. The annual subscription to The Association as determined by the Committee and ratified by a General Meeting of members, shall be due on the first day of October each year. If the subscription of any member is not paid within two months of the first day of October in any year, the Committee may, at its discretion, have his or her name removed from the list of members, and thereon he or she shall cease to be a member of The Association.

6.
 - (1) Membership of The Association is not capable of being transferred from one person to another and a member's rights and privileges will terminate upon cessation of the member's membership.
 - (2) The Committee shall have the power to debar from competing in any event over which they have control or jurisdiction, any member whose subscription, being due, remains unpaid at such time.

MANAGEMENT AND MEETINGS

ANNUAL GENERAL MEETINGS

7.
 - (1) The Association shall in each calendar year convene an Annual General Meeting (AGM) of its members.
 - (2) The AGM shall be held on such a day as the Committee determines, but shall not be more than 15 months after the holding of the last preceding AGM.
 - (3) The AGM shall be specified as such in the notice convening it and such notice shall be given to all members not less than 14 days prior to the AGM.
 - (4) The ordinary business of the AGM shall be:-
 - (a) to confirm the minutes of the last preceding AGM and of any General Meeting held since that meeting;
 - (b) to receive from the Committee reports upon the transactions of The Association during the last preceding Financial year including the President's report;
 - (c) To elect officers of The Association and the ordinary members of the Committee; and
 - (d) To receive and consider the statement submitted by The Association in accordance with Section 30(3) of the ACT (Accounting Statements). The statement shall include the income and expenditure of The Association during its last preceding Financial year and the assets and liabilities of the Association at the end of the Financial year.
 - (5) The AGM may transact special business of which notice shall be given in accordance of these Rules.
 - (6) The AGM shall be in addition to any other general meetings that may be held in that year.

SPECIAL GENERAL MEETINGS

8. All general meetings other than the AGM shall be called Special General Meetings.
9.
 - (1) A Special General Meeting of The Association may be called by the requisition of at least 2 members of the Committee or the Secretary on receipt of a written request from at least 10 financial members and such a request shall state the reason for convening such a meeting. Such a meeting shall be called within 28 days of the receipt of such a request.
 - (2) At least 7 days notice shall be given to all members of a Special General Meeting.

PROCEDURE

10.
 - (1) At a General Meeting whether it be the AGM or Special General Meetings, a member is NOT entitled to Vote unless all moneys due and payable by him or her to The Association have been paid.
 - (2) No item of business shall be transacted at a General Meeting unless at least 15 financial members are present, either in person or by virtue of Proxy.
 - (3) All decisions will be made on the results of a simple majority of those present and voting.
 - (4) Voting may be by Secret Ballot if requested by 5 or more financial members but otherwise shall be by way of a show of hands. Upon any question arising from a General Meeting of The Association a member has one vote only. All votes shall be given personally or by Proxy.
 - (5) The President of The Association shall preside as Chairperson and in his or her absence a member of the Committee may be elected to Chair the meeting. The Chairperson will have a casting vote only when equality of voting occurs.
 - (6) Each member shall be entitled to appoint a Proxy by notice given to the Secretary or Chairperson prior to the opening of the meeting. The notice appointing the Proxy will be the form set out in Appendix 2.
 - (7) If within 30 minutes after the appointed time for commencement of the General Meeting, a quorum is not present, the meeting shall be dissolved.

COMMITTEE OF MANAGEMENT

11.
 - (1) The Committee of Management shall consist of:
 - (a) President,
 - (b) Vice President,
 - (c) District Secretary,
 - (d) District Treasurer, and
 - (e) Such additional officers as may from time to time be determined by The Association.

- (2) The Committee may meet together for the dispatch of business adjourn and otherwise regulate their meeting and proceedings as they think fit subject to clause 15.
 - (3) For the purposes of these rules, the office of an officer of The Association or an ordinary member of the Committee become vacant if the Officer or member:-
 - (a) ceases to be a member of The Association;
 - (b) becomes an insolvent under administration within the meaning of the Companies (Victoria) Code;
 - (c) resigns his or her office by notice in writing given to the Secretary; or
 - (d) is removed from the Committee for improper conduct.
12. The Committee is, subject to the control of members at a General Meeting empowered to;
- (a) control and manage the business and affairs of The Association;
 - (b) subject to these rules, the regulations and the Act, exercise all such powers and functions as may be exercised by The Association other than those powers and functions that are required by these rules to be exercised by General Meetings of members of The Association; and
 - (c) subject to these rules, the Regulations and the Act, perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of The Association including the expenditure of money;
 - (d) determine any question arising under the constitution submitted to it by associated clubs or individual members;
 - (e) appoint delegates to meetings of other Associations with which this Association may affiliate;
 - (f) nominate and constitute sub-committees as it sees fit;
 - (g) co-opt an additional member or members to the Committee as considered necessary to hold office until the next AGM;
 - (h) suspend the rights or cancel membership of any member who is proved to have acted in a manner prejudicial to the aims or objectives of the Association.
- 13.
- (1) Each member of the Committee shall hold office until the AGM next after the date of his or her election but is eligible for re-election.
 - (2) In the event of a casual vacancy in any office referred to in sub-clause (1), the Committee may appoint one of its members to the vacant office up to and including the conclusion of the AGM next following the date of his or her appointment.

ELECTION OF COMMITTEE

- 14.
- (1) Nominations of candidates for election as officers of The Association or as ordinary members of the committee shall be made in writing, signed by 2 members of The Association and be accompanied by the written consent of the candidate (which may be endorsed on the form of nomination).

- (2) If the number of nominations is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (3) If the number of nominations exceeds the number of vacancies to be filled, a ballot will be held.
- (4) A ballot for the election of officers and ordinary members of the Association shall be conducted at the AGM. In such usual and proper manner as the Committee may direct.

PROCEEDINGS OF COMMITTEE

15.

- (1) The committee shall meet at least 3 times each year at such a place and time as the Committee sees fit.
- (2) Special Meetings of the Committee may be convened by the President or by any 3 of the members of the Committee.
- (3) Notice shall be given to all members of the Committee of any Special Meeting specifying the nature of the business to be transacted.
- (4) Any 3 members of the Committee constitute a quorum for the transaction of business of a meeting of the Committee.
- (5) No business shall be transacted unless a quorum is present and if within 30 minutes of the appointed time for the meeting a quorum is NOT present the meeting will stand adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a special meeting in which case it lapses.
- (6) At meetings of the Committee:-
 - (a) the President or in his absence the Vice President shall preside; or
 - (b) if the President and the Vice President are absent, such one of the remaining members as may be chosen by the members present shall preside.
- (7) Questions arising at a meeting of the Committee or of any Sub-Committee shall be determined by a show of hands or, if demanded by a member, a poll taken in such a manner as the person presiding at the meeting may determine.
- (8) Each member present at a meeting of the Committee or a Sub-Committee (excluding the person presiding at the meeting) is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a casting vote only.
- (9) Written notice of each Committee meeting shall be served on each member of the Committee by delivering it to his or her at a reasonable time before the meeting or by sending it to him by pre-paid post addressed to him or her at his or her last known place of abode at least 2 business days prior to the date of the meeting.
- (10) Subject to sub-clause (5) the Committee may act notwithstanding any vacancy on the Committee.

PRESIDENT.

16. The President shall be responsible for the co-ordination of all activities of The Association within the District, shall represent the District at Annual Meetings of the region in accordance with the constitution of the International Laser Class Association (ILCA) may chair Annual meetings of The Association,

and shall otherwise perform the normal functions of a Chief Executive Office within the District.

VICE PRESIDENT.

17.

- (1) The Vice President shall act in the place instead of the President in the event the President's inability or refusal to act, and in addition thereto he or she may be alternatively referred to as the Sailing Secretary of the District and be responsible for the development of District level racing programs of all kind, the supervision of sanctioned events, and co-ordination of all inter-District racing as it may affect this District.
- (2) The Vice President shall keep a register of all financial members.

SECRETARY.

18.

- (1) The Secretary of The Association shall;
 - (a) keep minutes of the resolutions and proceedings of each General Meeting and each Committee Meeting in books provided for that purpose together with a record of the names of persons present at Committee Meetings.
 - (b) conduct the correspondence of The Association.
 - (c) have custody of all documents belonging to The Association, except the Books of Account.
 - (d) carry out all directions of all governing bodies of any association with which this Association is affiliated.
 - (e) make all necessary reports.
 - (f) be an ex officio member of all sub-committees.
- (2) The books and documents referred in sub-clause (1) shall be freely available for inspection by all and any member.

TREASURER

19.

- (1) The Treasurer of The Association shall;
 - (a) collect and receive all monies due to the Association and make all payments authorised by the Association, and
 - (b) keep correct records, accounts and books showing the financial affairs of The Association with full details of all receipts and expenditures connected with the activities of The Association,
 - (c) present a financial statement at the Committee meetings; and
 - (d) present an annual report to the AGM.
- (2) The accounts and books referred to in sub-clause (1) shall be available for inspection by all and any members.

MEASURER

20. The Measurer shall be responsible for ensuring that all Laser Class Yachts and their skippers that sail in competitions organised under the auspices of The Association or the Australian Yachting Federation or their affiliated bodies conform with the Rules of the ILCA

FINANCIAL COMMITTEE

21. No person shall be an officer of The Association unless he or she is a financial member of The Association.

REMOVAL OF A MEMBER OF COMMITTEE

- 22.
- (1) The Association in General Meeting may by resolution remove any member of the Committee before the expiration of his or her term of office and appoint another member in his or her stead to hold office until the expiration of the term of the first mentioned member.
 - (2) The Committee may remove any member of the Committee for improper conduct by a vote of not less than 75% of all members of the Committee voting to remove that member.

HONORARY MEMBERS

- 23.
- (1) PATRON The Association may elect a Patron as an Honorary member of the Association.
 - (2) Honorary members may be elected at a General Meeting by a majority of 75% in recognition of interest shown in The Association.
 - (3) An Honorary Member of The Association will not be entitled to vote on any Association matter unless he or she is a financial member.

LIFE MEMBER

- 24.
- (1) The members at a General Meeting having regard to a member's integrity, experience, involvement, interest shown, and length of service to The Association in the operation and fulfilment of its objectives may make the member a Life Member provided that such motion be put by the Committee and be passed by 75% or more of the votes cast at the General Meeting.
 - (2) A Life Member of The Association shall not be entitled to a vote on any Association matter unless he or she is also a financial member.

FINANCE

- 25.
- (1) The Treasurer shall deposit all funds in a current account book at a bank or financial institution by selected by the Committee.
 - (2) All payments shall be made by cheque and only on the authority of the Committee.
 - (3) The Committee may from time to time place on fixed deposit such monies as the Committee determines.
 - (4) Any 2(two) persons nominated from the President, Secretary and or Treasurer shall jointly sign any documents on the banking accounts or other such financial accounts of the Association.
 - (5) The funds of The Association shall be derived from membership fees and such sources as the Committee determines.

SEAL

26.

- (1) The Common Seal of The Association shall be kept in the custody of the Secretary.
- (2) The Common Seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal shall be attested by the signatures of 2(two) members of the Committee or any one of the Committee and of the Public Officer of the Association.

RULES AND OBJECTIVES

27.

- (1) AMENDMENTS. Any alterations, additions or amendments to these Rules and objectives shall be made by notice of motion which shall be presented at the General Meeting. The Motion shall pass if it gains 75% or more of the votes cast by those members present in person or by virtue of Proxy at the meeting.
- (2) Notices of motion to amend the Rules and objectives shall be signed by at least 5 financial members, or be recommended by the Committee.
- (3) Notices of Motion to amend the Rules shall be lodged with the Secretary at least 28 days prior to the date of the meeting at which it is to be considered. All financial members shall be informed in writing of the terms of the Notice.
- (4) Any approved changes to the Constitution shall become effective from the date the motion is passed.

WIND UP

28. In the event that The Association, at any General Meeting, votes by a majority of 75% or more to wind up the activities of The Association, all funds and property of The Association shall be transferred to the ILCA to be held in trust for such period as determined by the Committee in consultation with the ILCA. If at the expiration of this period, The Association has NOT been reactivated the ILCA is authorised to re-allocate the funds and property held and to foster the sport of Laser sailing as it considers appropriate.

AUDIT

29. At least once a year the accounts of The Association shall be examined by one or more auditors, who need not necessarily be members of The Association, and who shall be appointed at a General Meeting.

SAFETY

30. The Association does not accept responsibility for the safety of boat or helmspersons or crews in any events, formal or informal, organised by them; and members agree that they are themselves responsible for their own safety and that of their boat's crews.

APPENDIX 1

Application for Membership of the VICTORIAN LASER ASSOCIATION
INCORPORATED

I,
of
employed as a
desire to become a member of The Victorian Laser Association Incorporated.

In the event of my admission as a member, I agree to be bound by the rules of The Association for the time in force.

Signed
Date/...../.....

I,, a full member of The Association nominate the Applicant, who is personally known to me, for membership of The Association.

Signed
Date/...../.....

I,, a member of The Association, second the nomination of the Applicant, who is known personally to me, for membership of The Association.

Signed
Date/...../.....

APPENDIX 2

FORM OF APPOINTMENT OF PROXY

I, of
..... hereby appoint
..... of
.....
as my proxy to vote for me on my behalf at the General Meeting of The Association
(Annual General Meeting or Special General Meeting as the case may be) held on the
..... day of 20..... and at any adjournment of
that meeting.
(delete as appropriate)

My proxy is authorised to vote in favour / against
(delete as appropriate)

the resolution / and any other matter which may arise.

Signed
The Day of 20.....